

CONCORDIA UNIVERSITY
MINUTES OF THE OPEN SESSION
OF THE MEETING OF THE BOARD OF GOVERNORS

Held on Wednesday, 22 September 1993, immediately following the Closed Session,
in Room GM 407-1, SGW Campus

Attendance

Present: Mr. Reginald K. Groome, Chairman, Dr. Tannis Arbuckle-Maag, Dr. Michael Brian, Mr. Alex Carpini, Mr. Dominic D'Alessandro, Mr. Philip Dalton, Ms. Marianne Donaldson, Mr. John N. Economides, Dr. Leonard Ellen, Ms. Lana Grimes, Prof. Gerald Gross, Dr. Henry Habib, Mr. Peter Howlett, Dr. Patrick Kenniff, Rector and Vice-Chancellor, Mr. Frank Knowles, Me. George Lengvari, Mr. Ron Laughlin, Sister Eileen McIlwaine, Ph.D., Vice-Chairwoman, Mr. Donald W. McNaughton, Mr. Eric Molson, Chancellor, Ms. Susan O'Connell, Dr. M.O.M. Osman, Dr. Peter Pitsiladis, Mr. Richard Renaud, Ms. Miriam Roland, Mr. Ramy Sedra, Mr. James Smith, Mr. Claude I. Taylor, Vice-Chairman, Me Manon Vennat, Ms. Susan Woods, Mr. Stanley Yee

Absent Mr. Brian Aune, Me André Gervais, Mr. Paul Ivanier, Mr. Ron Lawless, Mr. Humberto Santos, Ms. Cecile Sly, Mr. Brian Steck, Mr. W.W. Stinson, Dr. Maurice Cohen

Officers of the University:

Dr. Charles Bertrand, Me Bérengère Gaudet, Dr. Rose Sheinin

Guest Me Bram Freedman

DOCUMENTS CONSIDERED AND ATTACHED TO THESE MINUTES

- BG-93-7-D49 Proposed membership of the Standing Committees
- BG-93-7-D50 Excerpt from the Minutes of the Open Session of the meeting of the Board of Governors held on 17 February 1993, concerning establishment of an independent committee of inquiry into academic and scientific integrity
- BG-93-7-D51 Proposed changes to the terms of reference of the aforesaid committee
- BG-93-7-D52 Draft resolution concerning an administrative review of the employment history of Valery Fabrikant
- BG-93-7-D53 Request from Me Freedman to appoint members to CUSA Centre Inc.
- BG-93-7-D54 Excerpt from the Minutes of the 30 August 1993 meeting of the Executive Committee of the Board authorizing the transfer of securities to Monray and Co.

1. Call to Order

The Open Session was called to order at 8:26 a.m.

1.1 Chairman's remarks

The Chairman waived his remarks, except to renew his welcome to new Governors and acknowledge guests.

1.2 Approval of the Agenda

The Agenda was approved as submitted.

1.3 Approval of the Minutes of the previous meeting (16 June 1993)

Upon motion duly moved and seconded (Gross, Laughlin), it was unanimously RESOLVED:

R93-68 THAT the Minutes of the Open Session of the previous meeting of the Board of Governors, held on 16 June 1993, be approved.

2. Business arising from the Minutes

2.1 Report by Dr. Bertrand on the Concordia University Students' Association (CUSA) 1991-1992 Auditors' Report

Dr. Bertrand informed the Board that Arthur Anderson and Co. had reported that the CUSA financial audit for 1991-1992 had been completed, but signing would be delayed until Monday, 27 September 1993 when the firm's senior partner could be present. He added that the auditors reported no evidence of misconduct or fraud, but attributed CUSA's incomplete records to poor organization. Dr. Bertrand said he had heard no indication that any part of the report would be qualified.

Dr. Bertrand advised the Board that, with Dr. Donald Boisvert, Associate Vice-Rector, Services (Student Life), he had met with CUSA Co-presidents Dalton and Grimes and agreed that normal relations between the University administration and CUSA would resume when the audited financial statements were signed. CUSA Co-president Mr. Dalton said that CUSA would make copies of the audited financial statements available to Board members.

2.2 Report on the Closed Session visit by Dr. Donat Taddeo, Dean of the Faculty of Engineering and Computer Science

Dr. Sheinin requested that the Minutes of the Open Session record Dr. Taddeo's comments of the Closed Session. She added that, in the three months since his appointment, Dr. Taddeo had achieved remarkable progress.

[Excerpt from the Minutes of the Closed Session: Dr. Taddeo thanked the Board for the expression of confidence and trust demonstrated by his appointment as Dean of the Faculty of Engineering and Computer Science, at the meeting of 16 June 1993. Appreciation was due, also, he said, to the senior administrators, students, staff and faculty of the Engineering and Computer Science Faculty. Thanks to a hard-working and committed decanal team, Dr. Taddeo said, he was greatly encouraged by the progress already made in the Faculty. Of immediate concern was the Faculty's imminent accreditation process, for which a five-member team had been composed.

The Dean identified three major objectives: to improve responsibility and accountability in all areas; to promote communication and participation within and outside the Faculty, by increasing the involvement of the faculty in daily operations and intensifying efforts to

recruit women to the faculty and staff; and third, to create a Faculty-specific agenda and mission statement. End of Excerpt]

3. Election of members of the Standing Committees of the Board of Governors for the academic year 1993-94

Upon resolution duly moved and seconded (Taylor, Woods), it was unanimously RESOLVED:

R93-69 THAT, pursuant to Resolution R90-8, adopted on 17 January 1990, the Stewardship Committee be dissolved, and

THAT the membership of the Standing Committees of the Board for 1993-1994, as outlined in Document BG-93-7-D49, be approved.

4. Appointment of three persons, external to the University, to compose an Ad hoc Committee for the purpose of carrying out the inquiry requested by NSERC re: academic and scientific integrity in research and scholarly activity at Concordia University, and revision of the mandate of the Committee

Dr. Kenniff explained the proposed revisions, as outlined in Document BG-93-7-D51, to the terms of reference which were originally approved by the Board in February 1993, and introduced the names of the proposed committee members, directing Governors to the curricula vitae which had been distributed earlier.

Upon resolution duly moved and seconded (McIlwaine, Economides), it was CARRIED with one abstention (Habib):

R93-70 WHEREAS, on 17 February 1993, the Board approved the establishment of an independent Committee of Inquiry to address issues regarding academic and scientific integrity in research and scholarly activity, and

WHEREAS, on the advice of Concordia's legal counsel, the Board agreed to postpone the work of this Committee until after the trial of Valery Fabrikant was completed, in order to eliminate any possibility that the inquiry might affect civil or criminal proceedings; and such proceedings concluded on 11 August 1993;

BE IT RESOLVED

THAT, on the recommendation of the Executive Committee, the Board of Governors appoint Dr. Harry Arthurs, Dr. Roger A. Blais, and Dr. Jon H. Thompson, to constitute an independent Committee of Inquiry to address issues with respect to scientific and academic integrity at Concordia University;

AND

THAT, on the recommendation of the Executive Committee, paragraphs 1(c) and 1(f), and paragraph 3, of the terms of reference which were approved in February 1993, be revised so as to read as follows:

1. a) In the first instance, the Committee shall determine what rules, procedures and practices are currently in force or in use at Concordia

University with respect to scientific and academic integrity, particularly as regards research in the field of engineering.

- b) The Committee shall then determine whether these rules, procedures and practices conform to those generally in force or in use at other Canadian universities.
 - c) Within the context of this policy review, the Committee shall examine those specific issues of scientific and academic integrity that were brought to the attention of the Board of Governors and the Natural Science and Engineering Research Council (NSERC) in 1992.
 - d) The Committee shall commence to meet as soon as possible after its members have been appointed and shall complete its work within six months of its first meeting.
 - e) Subject to the rules of natural justice and such rules as the Board may determine, the Committee may establish its own rules of procedure. Any rules established by the Board or the Committee shall be communicated to all those making submissions or appearing before the Committee.
 - f) In its conclusions, the Committee shall formulate any general or specific recommendations of a policy nature which it deems appropriate and useful, within the terms of reference of the inquiry. It shall also report any findings resulting from the examination referred to in paragraph c) and make recommendations with respect to such findings.
- 2. The Committee shall be composed of three members from outside the Concordia University community. Membership shall be determined by the Board as soon as feasible, on the recommendation of the Executive Committee.
 - 3. Support for the Committee shall be provided through the Office of the Secretary General.

5. Establishment of an administrative review

Responding to a question, Mr. Groome said that an individual independent of ties with the University would be selected to carry out an administrative review of Valery Fabrikant's employment history, to ensure that the investigation will be perceived to be credible and unbiased. The Rector explained that the inquiry was being undertaken to establish whether administrative and personnel procedures were correctly applied in Dr. Fabrikant's case throughout the period of his employment by Concordia, and to invite recommendations for improvement of our present system.

Regarding paragraph 1(b)(iii), concerning dealings with harassing, uncivil or disruptive behaviour, a Governor advised that such policies should take into account universities' traditional tolerance of a range of "normal eccentricities". Based on personal experience of

the University's handling of the computer lab crisis of 1969, the Governor said she hoped the University would not develop overly-strong policies suitable only to extreme cases.

The Chairman said recommendations flowing from the inquiry would be reviewed by the Executive Committee before being proposed to the Board.

Upon motion duly moved and seconded (McIlwaine, O'Connell), it was unanimously RESOLVED:

R93-71 THAT an independent person external to the University be appointed:

- 1.a) To review all documents related to the employment history of Valery Fabrikant at Concordia University and, where he or she deems it useful, to interview any persons capable of providing additional information.
- b) To make recommendations to the University, based upon this review, for concrete measures to enhance the University's ability in the future to address the following matters:
 - (i) policies, procedures, norms and criteria used for the hiring, rehiring and promotion of faculty;
 - (ii) duties and conditions attached to employment contracts;
 - (iii) policies, procedures, practices and mechanisms for dealing with harassing, uncivil and disruptive behaviour from members of the University community;
 - (iv) policies, procedures and practices for resolving grievances concerning employment or the conditions of employment; and
 - (v) any other policies, procedures and practices he or she considers relevant to the subject matter of this review;

AND

2. The person shall be appointed by the Executive Committee of the Board. He or she shall begin work immediately upon appointment and shall present any findings and recommendations to the Executive Committee as quickly as possible and in no event later than six months after commencing work.
6. Ratification of the appointment of Mr. Brian Counihan and Dr. Donald Boisvert as members of the Board of Directors of CUSA Centre Inc.

Upon resolution duly moved and seconded (Dalton, Grimes), it was unanimously RESOLVED:

R93-72 THAT, pursuant to conditions set out in the By-Laws of CUSA Centre Inc., Mr. Brian Counihan, Dean of Students, and Dr. Donald Boisvert, Associate Vice-Rector, Services (Student Life), be appointed full members of CUSA Centre Inc. for one year, from 22 September 1993 to 21 September 1994.

7. Consent Agenda

7.1 Ratification of a resolution authorizing the University to transfer securities forming part of the Endowment Fund to Monray and Co. as a custodian, and giving signing authority therefor to the Vice-Rector, Institutional Relations and Finance

The following resolution was approved unanimously and without debate:

R93-73 THAT the resolution adopted by the Executive Committee of the Board on 30 August 1993, to authorize the transfer of securities from the Endowment Fund to Monray and Co., and to give signing authority therefor to the Vice-Rector, Institutional Relations and Finance, Dr. Maurice Cohen, the whole as set out in Document BG-93-7-D54, be ratified and confirmed.

7.2 Appointment of the Secretary-General as Chair of the Supervisory Board (Code of Conduct, Non-Academic)

The following resolution was approved unanimously and without debate:

R93-74 THAT, the current Chair of the Supervisory Board (Code of Conduct, Non-Academic) having resigned, the Secretary-General be appointed to assume the position of Chair for the remainder of the term, ending on 1 October 1994.

8. Reports of the Standing Committees

8.1 Benefits and Pension Committees

Vice-Chair John Economides reported in the absence of the Chairman of the two Committees, Mr. Lawless.

The Pension Committee met on 14 July and 8 September 1993. Mr. Economides reported that the Fund's present value was approximately \$270 million, and was expected to reach \$500 million within five years. At the 8 September 1993 meeting, the findings of a sub-committee, struck to examine the Fund's investment portfolio, were presented and its recommendations adopted by the Committee. Mr. Economides outlined the new management of the portfolio as follows: Gryphon Investment Counsel Inc. would be retained to manage 52.5% of the Fund on a balanced fund basis; the contract with Jarislowsky Fraser and Co. would not be renewed, and funds previously managed by Jarislowsky would be assigned to three different investment management firms, to be appointed shortly. The long-range balance between short-term and bond investments would be reviewed by the Committee, with the objective of vesting Gryphon with exclusive responsibility for short-term investments.

Mr. Economides reported on the business discussed by the Benefits Committee at its meetings held on 14 July, 11 August and 8 September 1993. The overall cost of employee benefits to the University had increased 19.9% over the previous year, from \$807,000 in 1991-92 to \$970,000 in 1992-93; this increase comprised rising costs due to inflation, volume of claims, and experience. Following review of the benefits package offered by the University, the Committee agreed to leave it unchanged for the present, with the proposed dental plan being deferred due to cost considerations. Some discussion focused on changes in taxable benefits which were set out in the May 1993 provincial budget.

A Governor asked whether the increase in costs might be partially attributable to a higher incidence of claims for psychological care sought by employees following the August 1992 tragedy, and therefore, one-time-only expenditures. Mr. Economides responded that he did not believe these accounted for a substantial portion of claims.

8.2 Executive Committee

Mr. Groome reported on recent business of the Executive Committee, whose meetings were held on 30 August, 8 September and 20 September 1993. The Committee convened on 30 August to authorize the transfer of securities, as ratified by the Board under the Consent Agenda of the present meeting.

At the September meetings, the Executive Committee discussed the outcome of the Fabrikant trial and agreed to initiate two administrative inquiries, approved under Agenda Items numbered 5 and 6. Three individuals were selected to comprise the Independent Committee on Academic Integrity, for recommendation to the Board at the present meeting. The structure of the Standing Committees was discussed, as well as the specific role of the Executive Committee. The question of whether to hold a joint Board/Senate meeting was raised, but not resolved.

8.3 Review Committee

Chairman Me Lengvari reported that the Review Committee met on 17 August 1993 to consider a request to appeal the decision of a hearing board. The request was denied.

8.4 University Advancement Committee

Dr. Ellen, Chair of the University Advancement Committee, outlined several items which were discussed at a meeting held on 21 September 1993:

- (i) Concerning the Capital Campaign: Submission of detailed proposals to the Capital Campaign Committee for inclusion in the Case for Support, following up the itemized Draft Table of Needs which was approved by the Board of Governors in March 1993, had been disappointingly slow to date.

An important element of the pre-Capital Campaign, to be carried out by the Advancement Office, would be the "Friend-raising" programme designed to cultivate donors of \$100,000 or more; Governors would be contacted to provide names of potential "friends" to the Advancement Office.

- (ii) The 1993-94 Annual Giving Campaign was launched on 20 September 1993, under Mr. Santos' expert chairmanship. The Campaign's goal will be \$1,155,000, an increase of 4% over last year's.
- (iii) Toronto's first Concordia Alumni Phonathon would be held on 29 November 1993.
- (iv) Governors were urged to participate in the Concordia Shuffle on Friday, 1 October 1993, as pledgers, walkers or both.
- (v) Implementation of the Advancement Information System had been underway throughout the summer and should be completed before the new year.

- (vi) Concerning the Endowment Fund, the transfer of securities to Monray and Co. as custodian had been approved, and Gryphon Investment Counsel had been appointed as manager of the Fund, at a fee which Dr. Ellen described as "nominal".

9. Report of the Rector

Dr. Kenniff noted that the University is continuing to deal with the numerous consequences of the August 1992 tragedy. A draft Code of Ethics will soon be circulated for broad consultation within the University; a Rector's Consultation Committee has been constituted, which will be chaired by Dr. Frederick Bird of the Religion Department. Dr. Kenniff credited Me Bram Freedman, Concordia's Legal Counsel, with authorship of the draft document, and expressed his appreciation for Me Freedman's constant service to the University throughout the Fabrikant trial.

The Rector reported that Concordia had agreed to participate in the next "MacLean's Magazine Survey of Canadian Universities", based on the promise of significant differences from the previous survey. The completed questionnaires will be provided to the Association of Universities and Colleges of Canada (AUCC), and accessible for study and comparison. Dr. Kenniff said he shared the misgivings, expressed by many participating universities, about the dedication of considerable time and effort to what is essentially a commercial operation. Responding to a question, he said that data provided to Maclean's by Concordia are available for consultation. Additionally, the Rector explained that following extensive discussions between AUCC and Maclean's, a limited copyright agreement had been secured which provides that completed questionnaires received by Maclean's may be sent to AUCC and CREPUQ by responding universities, while it prohibits release of the data to other commercial enterprises.

On 7 September 1993, the Executive Committee of the Conference of Rectors met with Madame Lucienne Robillard, Québec Minister of Higher Education and Science, to discuss the general financial situation of the province's universities, which are affected by Bills 102 and 198, adopted by the National Assembly in the spring of 1993. A two-year wage-freeze for university employees was legislated at that time, along with a 1% annual wage rollback or a mandatory three-day unpaid leave. The second piece of legislation obliges the University to provide, to the Ministry, by 30 September 1993, report on the impact of the Ministry's budget rules on staffing in the University.

The Rector said that although exact funding prospects for upcoming years remained unknown, indicators are not encouraging. The provincial government has committed itself to achieving a balanced budget by 1997-1998; the annual deficit would be reduced at a rate of \$1.7 billion in 1994-1995 and \$1.3 billion annually over the next two years. Thus, it could be predicted with certainty that Québec universities were entering a period of great difficulty for public financing. Dr. Kenniff added that, having generated a surplus for the three successive years just-passed, Concordia was in a relatively strong financial position to face these anticipated difficulties.

The Rector encouraged the Governors to participate in the Shuffle, on 1 October 1993, and Annual Homecoming events, scheduled for 14 and 15 October 1993. The Board was reminded that Mr. Peter Howlett, chairing the Homecoming, would celebrate the thirtieth anniversary of his graduation from Loyola College.

10. Reports of the Vice-Rectors

- 10.1 Having already made a report, Dr. Sheinin added a question concerning the mandate of the Executive Committee; she asked whether the Committee's participation in planning and discussion of University-wide issues had been formalized. Mr. Groome answered that, to date, it had not.
- 10.2 Dr. Bertrand announced that the University would soon sign a contract to carry out a feasibility study for the expansion of our recreational and athletic facilities. Articulation of an appeal to the Capital Campaign would follow, he said.

The Vice-Rector, Services, added that he appreciated the Governors' cooperation in making the switch from Hall Building to McConnell Garage parking. Arrangements would be made to provide parking for the October and May Board meetings which are held at Loyola.

- 10.3 Dr. Cohen was absent, as he was attending a meeting in Québec City with the Deputy Minister of Higher Education, about the implementation of Bills 102 and 198.

11. Correspondence

Two items of correspondence were reported. A letter circulated by Dr. K.C. Dhawan was mentioned earlier in the meeting. Mr. Economides said a few words about a letter, enclosed in the Board mailing, which invited Governors to attend a fundraising Bowlathon organized by the Sir George Williams Alumni Association.

12. Any other business

The Chairman reminded the Board that the important occasion of our Chancellor's installation would coincide with fall convocation ceremonies, on Tuesday, 9 November 1993.

13. Date of next meeting

The next regular meeting of the Board will be held on Wednesday, 20 October 1993 at the Loyola Campus at 6:30 p.m.

14. Adjournment

The Open Session adjourned at 9:29 a.m.

Reginald K. Groome, O.C.
Chairman of the Board of Governors

Me Bérengère Gaudet
Secretary of the Board of Governors